

Davies Christa  
Form 4  
February 20, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Davies Christa

(Last) (First) (Middle)  
200 EAST RANDOLPH ST.  
  
(Street)

CHICAGO, IL

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Aon plc [AON]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/15/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)

Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	Price	
Class A Ordinary Stock	02/15/2018		A <sup>(1)</sup>		53,079	A <u>(1)</u>	284,766 D
Class A Ordinary Stock	02/15/2018		F <sup>(2)</sup>		20,896	D \$ 140.89	263,870 D
Class A Ordinary Stock	02/15/2018		A <sup>(1)</sup>		106,157	A <u>(1)</u>	370,027 D
Class A Ordinary	02/15/2018		F <sup>(2)</sup>		41,770	D \$ 140.89	328,257 D

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Stock							
Class A Ordinary Stock	02/16/2018	S	12,100	D	\$ 140.62 <u>(3) (4)</u>	316,157	D
Class A Ordinary Stock	02/16/2018	S	84,470	D	\$ 140.96 <u>(4) (5)</u>	231,687	D
Class A Ordinary Stock	02/16/2018	M <sup>(6)</sup>	1,775	A	<u>(6)</u>	233,462	D
Class A Ordinary Stock	02/16/2018	F <sup>(2)</sup>	699	D	\$ 140.86	232,763	D
Class A Ordinary Stock	02/16/2018	M <sup>(6)</sup>	1,974	A	<u>(6)</u>	234,737	D
Class A Ordinary Stock	02/16/2018	F <sup>(2)</sup>	777	D	\$ 140.86	233,960	D
Class A Ordinary Stock	02/16/2018	M <sup>(6)</sup>	1,591	A	<u>(6)</u>	235,551	D
Class A Ordinary Stock	02/16/2018	F <sup>(2)</sup>	627	D	\$ 140.86	234,924	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares



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- (6) Class A Ordinary Shares acquired upon the vesting of a restricted share unit award.
- (7) The restricted share unit award converts to Class A Ordinary Shares on a 1-for-1 basis. In accordance with U.K. law, the reporting person agreed to pay the issuer the nominal value of US\$0.01 per share issued to the reporting person.
- (8) The restricted share unit award vests in accordance with the terms of the Aon plc 2011 Incentive Compensation Plan as follows: 33 1/3% of the award vests on each of the first through third anniversary of the date of the grant.
- (9) A restricted share unit award was granted on February 19, 2015 and vests in accordance with the terms of the Aon plc 2011 Incentive Compensation Plan: 33 1/3% of the award vests on each of the first through third anniversary of the date of grant.
- (10) A restricted share unit award was granted on February 18, 2016 and vests in accordance with the terms of the Aon plc 2011 Incentive Compensation Plan: 33 1/3% of the award vests on each of the first through third anniversary of the date of grant.
- (11) A restricted share unit award was granted on February 16, 2017 and vests in accordance with the terms of the Aon plc 2011 Incentive Compensation Plan: 33 1/3% of the award vests on each of the first through third anniversary of the date of grant.

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